

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

JOANN INC., *et al.*,<sup>1</sup>

Debtors.

)  
) Chapter 11  
)

) Case No. 25-10068 (CTG)  
)

) (Jointly Administered)  
)

) Obj. Deadline: September 23, 2025 at 4:00 p.m. (ET)  
) Hearing Date: October 8, 2025 at 3:00 p.m. (ET)  
)

**NOTICE OF  
FIFTH COMBINED MONTHLY  
AND FINAL FEE APPLICATION OF  
KIRKLAND & ELLIS LLP AND KIRKLAND  
& ELLIS INTERNATIONAL LLP, ATTORNEYS FOR  
THE DEBTORS AND DEBTORS IN POSSESSION, FOR THE  
(I) COMBINED MONTHLY FEE PERIOD FOR ALL DEBTORS FROM  
JUNE 1, 2025 THROUGH AND INCLUDING JULY 16, AND (II) FINAL FEE  
PERIOD FROM JANUARY 15, 2025 THROUGH AND INCLUDING JULY 16, 2025**

**PLEASE TAKE NOTICE** that on September 2, 2025, Kirkland & Ellis LLP and Kirkland & Ellis International LLP (together, the “Applicant”), as attorneys for the above-captioned Debtors (before the Effective Date,<sup>2</sup> collectively, the “Debtors,” and after the Effective Date, collectively, the “Post-Effective Date Debtors”) filed the *Fifth Combined Monthly and Final Fee Application of Kirkland & Ellis LLP and Kirkland & Ellis International LLP, Attorneys For the Debtors and Debtors in Possession, for the (I) Combined Monthly Fee Period For All Debtors from June 1, 2025 Through and Including July 16, 2025 and (II) Final Fee Period From January 15, 2025 Through and Including July 16, 2025* (the “Fee Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”). The Fee Application seeks approval

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: JOANN Inc. (5540); Needle Holdings LLC (3814); Jo-Ann Stores, LLC (0629); Creative Tech Solutions LLC (6734); Creativebug, LLC (3208); WeaveUp, Inc. (5633); JAS Aviation, LLC (9570); joann.com, LLC (1594); JOANN Ditto Holdings Inc. (9652); Dittopatterns LLC (0452); JOANN Holdings 1, LLC (9030); JOANN Holdings 2, LLC (6408); and Jo-Ann Stores Support Center, Inc. (5027). The Debtors’ mailing address is 5555 Darrow Road, Hudson, Ohio 44236.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Fee Application.

of compensation for professional services provided in the amount of \$12,078,588.00 and reimbursement of actual and necessary expenses in the amount of \$197,934.39.

**PLEASE TAKE FURTHER NOTICE** that objections, if any, to the Fee Application, must be made in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, entered March 4, 2025 [Docket No. 552] (the “Interim Compensation Order”) and must be filed with the Clerk of the Court, 824 North Market Street, 3rd Floor, Wilmington, DE 19801, and be served upon the following, so as to be received by no later than **4:00 p.m. (prevailing Eastern Time) on September 23, 2025 (the “Objection Deadline”)**: (a) the Post-Effective Date Debtors, JOANN Inc., 5555 Darrow Road, Hudson, Ohio 44236, Attn.: Ann Aber, Plan Administrator; (b) co-counsel to the Debtors, (i) Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn.: Aparna Yenamandra, P.C. ([aparna.yenamandra@kirkland.com](mailto:aparna.yenamandra@kirkland.com)) and 333 West Wolf Point Plaza, Chicago Illinois 60654, Attn.: Jeffrey Michalik ([jeff.michalik@kirkland.com](mailto:jeff.michalik@kirkland.com)), and Lindsey Blumenthal ([lindsey.blumenthal@kirkland.com](mailto:lindsey.blumenthal@kirkland.com)) and (ii) Cole Schotz P.C., 500 Delaware Avenue, Suite 600, Wilmington, Delaware 19801, Attn.: Patrick J. Reilley ([preilley@coleschotz.com](mailto:preilley@coleschotz.com)), Stacy L. Newman ([snewman@coleschotz.com](mailto:snewman@coleschotz.com)), Michael E. Fitzpatrick ([mfitzpatrick@coleschotz.com](mailto:mfitzpatrick@coleschotz.com)), and Jack M. Dougherty ([jdougherty@coleschotz.com](mailto:jdougherty@coleschotz.com)); (c) the United States Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn.: Malcolm M. Bates ([malcolm.m.bates@usdoj.gov](mailto:malcolm.m.bates@usdoj.gov)); (d) counsel to the Prepetition Term Loan Agent, ArentFox Schiff LLP, 1301 Avenue of the Americas, 42nd Floor, New York, New York 10019, Attn.: Jeffrey Gleit ([jeffrey.gleit@afslaw.com](mailto:jeffrey.gleit@afslaw.com)) and 1717 K Street NW, Washington, D.C. 20006, Attn.: Jonathan Bagg ([jonathan.bagg@afslaw.com](mailto:jonathan.bagg@afslaw.com)), and 233 South Wacker Drive, Suite 7100, Chicago, Illinois 60606, Attn.: Matthew Bentley ([matthew.bentley@afslaw.com](mailto:matthew.bentley@afslaw.com)); (e) counsel to GA Joann Retail Partnership, LLC, Lowenstein Sandler LLP, One Lowenstein Drive, Roseland, New Jersey 07068,

Attn.: Andrew Behlmann ([abehlmann@lowenstein.com](mailto:abehlmann@lowenstein.com)); and (f) co-counsel to the Committee, (i) Kelley Drye & Warren LLP, 3 World Trade Center, 175 Greenwich Street, New York, New York 10007, Attn.: Jason R. Adams ([jadams@kelleydrye.com](mailto:jadams@kelleydrye.com)), Andres Barajas ([abarajas@kelleydrye.com](mailto:abarajas@kelleydrye.com)), Connie Y. Choe ([cchoe@kelleydrye.com](mailto:cchoe@kelleydrye.com)), Maeghan J. McLoughlin ([mmcloughlin@kelleydrye.com](mailto:mmcloughlin@kelleydrye.com)), Randall L. Morrison ([rmorrison@kelleydrye.com](mailto:rmorrison@kelleydrye.com)) and (ii) Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th Floor, Wilmington, Delaware 19801, Attn.: James E. O'Neill ([joneill@pszjlaw.com](mailto:joneill@pszjlaw.com)), Bradford J. Sandler ([bsandler@pszjlaw.com](mailto:bsandler@pszjlaw.com)), and Eric R. Wilson ([ewilson@pszjlaw.com](mailto:ewilson@pszjlaw.com)).

**PLEASE TAKE FURTHER NOTICE** that if any responses or objections to the Fee Application are timely filed, served, and received in accordance with this notice, a hearing on the Fee Application will be held on **October 8, 2025 at 3:00 p.m.** Only those objections made in writing and timely filed and received in accordance with the Interim Compensation Order and the procedures described herein will be considered by the Court at such hearing.

**PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO PROPERLY FILE AND SERVE A RESPONSE ON OR BEFORE THE OBJECTION DEADLINE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE FEE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.**

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Dated: September 2, 2025  
Wilmington, Delaware

*/s/ Patrick J. Reilley*

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**COLE SCHOTZ P.C.**

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